

U.S. DEPARTMENT OF COMMERCE  
PATENT AND TRADEMARK OFFICE

DECLARATION

ATTORNEY'S DOCKET NO.  
40102/00303

As the below named inventor, I hereby declare that:

My residence, post office address, and citizenship are as stated below next to my name,

I believe I am the original, first, and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter that is claimed and for which a patent is sought on the invention entitled **SYSTEM AND METHOD FOR FLEXIBLE UNDERWRITTEN EQUITY FACILITY (FUEL)**, the specification of which is being filed herewith.

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims.

**PRIOR FOREIGN APPLICATION(S)**

I hereby claim foreign priority benefits under Title 35, United States Code, §§ 119(a)-(d) and 172, of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificated having a filing date before that of the application on which priority is claimed:

APPLICATION NUMBER	COUNTRY	FILING DATE	PRIORITY CLAIMED
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**PRIOR UNITED STATES APPLICATION(S)**

I hereby claim the benefit under Title 35, United States Code, § 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, § 112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, § 1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application.

APPLICATION NUMBER	FILING DATE	STATUS
Serial No.: 60/241,771	October 19, 2000	
Serial No.: 09/757,215	January 9, 2001	

I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, § 1.56(a).

Express Mail No. EL 654 661 079 US

SEND CORRESPONDENCE, AND DIRECT TELEPHONE CALLS TO:

**Oleg F. Kaplun, Esq.**  
**Fay Kaplun & Marcin, LLP**  
**100 Maiden Lane, 17<sup>th</sup> Floor**  
**New York, New York 10038**  
**(212) 898-8870 (phone) / (212) 208-6819 (facsimile)**

I declare that all statements made herein of my own knowledge are true and all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under § 1001 of Title 18 of the United States Code and that such willful statements may jeopardize the validity of the application or any patent issuing thereon.

FULL NAME OF INVENTOR	FAMILY NAME <b>SOLOMON</b>	FIRST GIVEN NAME <b>Jeff</b>	SECOND GIVEN NAME
RESIDENCE & CITIZENSHIP	CITY <b>Larchmont</b>	STATE OR FOREIGN COUNTRY <b>New York</b>	COUNTRY OF CITIZENSHIP <b>USA</b>
POST OFFICE ADDRESS	POST OFFICE ADDRESS <b>44 Kilmer Road</b>	CITY <b>Larchmont</b>	STATE & ZIP CODE/COUNTRY <b>New York 10538</b>

Signature

Date

FULL NAME OF INVENTOR	FAMILY NAME <b>OGILVIE</b>	FIRST GIVEN NAME <b>Marran</b>	SECOND GIVEN NAME
RESIDENCE & CITIZENSHIP	CITY <b>New York</b>	STATE OR FOREIGN COUNTRY <b>New York</b>	COUNTRY OF CITIZENSHIP <b>USA</b>
POST OFFICE ADDRESS	POST OFFICE ADDRESS <b>401 East 89<sup>th</sup> Str, apt 11K</b>	CITY <b>New York</b>	STATE & ZIP CODE/COUNTRY <b>New York 10128</b>

Signature

Date

FULL NAME OF INVENTOR	FAMILY NAME <b>SMITH</b>	FIRST GIVEN NAME <b>Jeffrey</b>	SECOND GIVEN NAME
RESIDENCE & CITIZENSHIP	CITY <b>New York</b>	STATE OR FOREIGN COUNTRY <b>New York</b>	COUNTRY OF CITIZENSHIP <b>USA</b>
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Signature

Date

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Signature <i>Marran Ogilvie</i>		Date <i>7/11/01</i>	
FULL NAME OF INVENTOR	FAMILY NAME <b>SMITH</b>	FIRST GIVEN NAME <b>Jeffrey</b>	SECOND GIVEN NAME
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Signature		Date	

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Signature

Date

7/11/01

FOOTNOTES

[40102/00303]

**POWER OF ATTORNEY**

**Ramius Capital Group, LLC**, as assignee of the entire right, title, and interest in the application for patent entitled **SYSTEM AND METHOD FOR FLEXIBLE UNDERWRITTEN EQUITY FACILITY (FUEL)**, which is being filed herewith, hereby appoints Patrick J. Fay (Reg. No. 35,508) and Oleg F. Kaphun (Reg. No. 45,559) as its attorneys/agents with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.

Please address all communications regarding this application to:

Oleg F. Kaphun, Esq.  
Fay Kaphun & Marcin, LLP  
100 Maiden Lane, 17<sup>th</sup> Floor  
New York, New York 10038

Please direct all telephone calls to Oleg F. Kaphun at (212) 898-8870.

Ramius Capital Group, LLP  
666 Third Avenue, 26<sup>th</sup> Floor  
New York, NY 10017

Dated: July 12, 2001

By:

Marran Ogilvie

Name:

Marran Ogilvie

Title:

General Counsel

Express Mail No. EL 654 661 079 US